



## G. K. GOH HOLDINGS LIMITED

(Company Registration No.: 199000184D)  
(Incorporated in the Republic of Singapore)

28 March 2023

Dear Sir/Madam

### NOTICE TO SHAREHOLDERS REGARDING ELECTRONIC DESPATCH OF THE OFFEREE CIRCULAR (THE "NOTICE")

#### 1. INTRODUCTION

- 1.1 The board of directors (the "**Board**") of G. K. Goh Holdings Limited (the "**Company**") wishes to refer shareholders of the Company (the "**Shareholders**") to:
- (a) the announcement (the "**Offer Announcement**") made by United Overseas Bank Limited ("**UOB**") and Maybank Securities Pte. Ltd. ("**Maybank**", together with UOB, "**Financial Advisers**"), for and on behalf of Verveine Pte. Ltd. (the "**Offeror**"), on 28 February 2023 in relation to the voluntary conditional cash offer (the "**Offer**") for all the issued and paid up ordinary shares in the capital of the Company other than those already owned, controlled or agreed to be acquired by the Offeror, as at the date of the Offer;
  - (b) the offer document dated 14 March 2023 and related documents in connection with the Offer issued by the Financial Advisers, for and on behalf of the Offeror (the "**Offer Document**");
  - (c) the announcement dated 14 March 2023 made by the Financial Advisers, for and on behalf of the Offeror, in relation to the electronic despatch of the Offer Document and the despatch of the notification containing instructions for the electronic retrieval of the Offer Document (the "**Offer Document Despatch Announcement**"); and
  - (d) the announcement dated 28 March 2023 made by the Company in relation to the despatch of this Notice.
- 1.2 Unless otherwise defined, all capitalised terms not defined herein shall have the same meanings ascribed to them in the Offeree Circular (as defined below).

#### 2. ELECTRONIC DESPATCH OF THE OFFEREE CIRCULAR

- 2.1 The Board would like to inform Shareholders that the Company has today issued a circular (the "**Offeree Circular**") containing, *inter alia*, the letter from Deloitte & Touche Corporate Finance Pte Ltd (the "**IFA Letter**"), the independent financial adviser (the "**IFA**") to the directors of the Company who are considered independent for the purposes of the Offer (the "**Independent Directors**"), and the recommendation of the Independent Directors in relation to the Offer. Pursuant to the Securities Industry Council's Public Statement on the Further Extension of the Temporary Measure to Allow for Electronic Despatch of Take-over Documents under the Singapore Code on Take-overs and Mergers on 29 June 2021, the Company has opted to electronically despatch the Offeree Circular.

**Accordingly, please note that no printed copies of the Offeree Circular will be despatched to Shareholders.**

2.2 To access the electronic version of the Offeree Circular and its related documents:

(a) please access the following URL:

<https://www.sgx.com/securities/company-announcements?value=G.%20K.%20GOH%20HOLDINGS%20LIMITED&type=company>

OR

scan the QR code below



AND

(b) select the announcement of the Company on 28 March 2023 under the title “**Voluntary Conditional Cash Offer – Electronic Despatch of Offeree Circular**”. The Offeree Circular and its related documents can be accessed by clicking on the link under the section titled “Attachments” at the bottom of the announcement.

2.3 The Offeree Circular and its related documents may also be accessed on the Company’s website at the URL <https://www.gkgoh.com/investor.aspx>, under the announcement on 28 March 2023.

2.4 Shareholders may also obtain printed copies of the Offeree Circular, during normal business hours and up to the Closing Date (as defined below), from the Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at its office located at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, by submitting a request to the Registrar via phone (+65 6536 5355) or by email ([srs.teamb@boardroomlimited.com](mailto:srs.teamb@boardroomlimited.com)).

2.5 **Shareholders should read the Offer Document, the Offeree Circular and the IFA Letter (as set out in Appendix I to the Offeree Circular) carefully and consider the recommendation of the Independent Directors and the advice of the IFA to the Independent Directors before deciding whether or not to accept the Offer. Shareholders who are in any doubt about the Offer should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional advisers immediately.**

### 3. CLOSING DATE

Shareholders should note that, as stated in the Offer Document Despatch Announcement, the Offer will close at 5.30 p.m. (Singapore time) on 11 April 2023 (the “**Closing Date**”), or such later date(s) as may be announced from time to time by or on behalf of the Offeror.

### 4. RESPONSIBILITY STATEMENT

The directors of the Company (the “**Directors**”) (including those who may have delegated detailed supervision of this Notice) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this Notice (other than those relating to the Offeror and the Offer) are fair and accurate and that there are no material facts not contained in this Notice, the omission of which would make any statement in this Notice misleading.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Offeror (including, without limitation, the Offer Announcement, Offer Document, Offer Document Despatch Announcement and any other announcements made by or on behalf of the Offeror), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this Notice.

The Directors jointly and severally accept responsibility accordingly.

Yours faithfully,

**For and on behalf of  
the Board of  
G. K. GOH HOLDINGS LIMITED**

Goh Geok Khim  
Executive Chairman

